

#### **REMARKS/ARGUMENTS**

In response to the Office Action dated April 06, 2007, Applicant respectfully requests reconsideration based on the above claim amendments and the following remarks. Applicant respectfully submits that the claims as presented are in condition for allowance.

Claims 24-31 and 34-43 are originally presented.

No claims are previously presented.

Claim 23, 32 and 33 are currently amended.

Claims 1-22 are canceled.

Claim 23 is objected to on the basis of an informality. Namely, "a number allocated securities" within the claim language is missing the preposition "of".

Claims 23-43 are rejected under 35 U.S.C. §102(e) as being anticipated by U.S. Patent Application Publication 2002/0087373 to Dickstein et. al (hereinafter “Dickstein”).

Claims 23-43 remain in this application.

In view of the following remarks, Applicant respectfully requests reconsideration of the rejected claims and allowance of the subject application.

## Interview with Examiner

Applicant wishes to thank the Examiner for both the telephonic interview on June 28, 2007 and the follow up conversation on July 2, 2007. In particular, Applicant wishes to thank the Examiner for his helpful assistance regarding both the claim amendments listed above and the arguments listed below.

## Objections

Claim 23 is objected to on the basis of an informality. Namely, “a number allocated securities” within the previous claim language is missing the preposition “of”. Claim 23 has been amended to include “of”, thus ameliorating this objection.

35 U.S.C. §102

Claims 23-43 are rejected under 35 U.S.C. §102(e) as being anticipated by Dickstein. Applicant respectfully traverses the rejection.

**Amended independent claim 23 recites:**

- A method for providing restricted security distribution instructions to a transfer agent comprising the steps of:
  - receiving distribution information from a Venture Capitalist ("VC") in electronic form, the distribution information including data indicating for each participant in the distribution a name, an identification number, and a number of allocated securities;
  - importing the distribution information into a database system;
  - matching participants identified in the distribution information to participant information previously entered in the database system;
  - associating each respective participant in the distribution information with a contact from which instructions regarding a disposition of the allocated securities to each respective participant

1 can be obtained;  
2 indicating contacts who must be contacted to obtain  
3 distribution instructions for associated participants;  
4 storing distribution instructions received from contacts in the  
5 database system;  
6 generating a report containing received distribution  
7 instructions for the participants in the distribution; and  
8 providing the report to a transfer agent.

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Dickstein fails to disclose the method of claim 23. Instead, Dickstein describes using a database administration system configured to manage a company's capitalization structure. (*Dickstein*, paragraph 28). Agents, such as stakeholders, can directly access information managed by the database administration system via the Internet; and customized screens allow stakeholders to track payments made for stock. (*Dickstein*, paragraphs 31, 32).

The database administration system can check to see if a security, such as a stock option, can be granted to an entity (i.e. the database administration system can check to see if the company has a stock option plan, and determine if there are still shares available to be granted). (*Dickstein*, paragraph 33). Dickstein also describes determining what kind of shares can be granted to the entity based on the entity's employment status with the company -- though Dickstein omits any disclosure as to how the entity's employment status with the company is determined. (*Dickstein*, paragraph 33).

The database administration system can also search a database to see if a file has been created in the database for the entity. (*Dickstein*, paragraph 33). If no such file exists, one can be created --though Dickstein again omits to describe how such a file is created. (*Dickstein*, paragraph 33).

1        If it is determined that the entity can receive options, the database  
2 administration system creates a vesting schedule for options to be granted to the  
3 entity and issues stock certificates. (*Dickstein*, paragraph 33, 35-36).

4        As a result, *Dickstein* fails to disclose “associating each respective  
5 participant in the distribution information with a contact from which instructions  
6 regarding a disposition of the allocated securities to each respective participant can  
7 be obtained” as recited in claim 23. Instead, *Dickstein* merely describes that the  
8 types of shares which can be granted to an entity are determined based on the  
9 entity’s employment status with the company. The specifics of how the entity’s  
10 employment status is determined are not disclosed in *Dickstein*. Nor is any  
11 mention made in *Dickstein* of contacting contacts to glean any information --  
12 including information useful in the disposition of shares of stock or other  
13 securities to the entity.

14        Thus, *Dickstein* fails to disclose or show “associating each respective  
15 participant in the distribution information with a contact from which instructions  
16 regarding a disposition of the allocated securities to each respective participant can  
17 be obtained”, as recited in claim 23.

18        In rejecting claim 23, the Office relies on paragraph 33 of *Dickstein* as  
19 disclosing associating each respective participant in the distribution with a contact  
20 from which instructions regarding disposition of the allocated securities to the  
21 respective participant can be obtained. (*Office Action*, Page 3).

22        Applicant respectfully disagrees. As noted above, under *Dickstein*,  
23 decisions on what kinds of security offerings can be made to an entity depend on a  
24 file for the entity in a database and an employment status of the entity. *Dickstein*  
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1 omits any descriptions as to how such a file is made, and does not give  
2 information as to how the entity's employment status is determined. Thus  
3 Dickstein fails to disclose or show "associating each respective participant in the  
4 distribution information with a contact from which instructions regarding a  
5 disposition of the allocated securities to each respective participant can be  
6 obtained" as recited in claim 23.

7 Dickstein also fails to disclose or show "indicating contacts who must be  
8 contacted to obtain distribution instructions for associated participants" and  
9 "storing distribution instructions received from contacts in the database system" as  
10 recited in claim 23. Rather, as noted above, Dickstein makes no mention as to  
11 how files are created for entities if the files do not exist in a database managed by  
12 the database administration system. Similarly, Dickstein makes no mention as to  
13 how an employment status of an entity is determined with regard to a company  
14 issuing a security to the entity. As such, Dickstein makes no disclosure regarding  
15 either "indicating contacts who must be contacted to obtain distribution  
16 instructions for associated participants" or "storing distribution instructions  
17 received from contacts in the database system" as recited in claim 23.

18 In rejecting claim 23, the Office relies on paragraph 33 of Dickstein as  
19 disclosing indicating contacts who must be contacted to obtain distribution  
20 instructions for associated participants. (*Office Action*, Page 3). Similarly, the  
21 Office relies on claim 44 as disclosing storing distribution instructions received  
22 from contacts in the database system. (*Office Action*, Page 4).

23 Applicant respectfully disagrees. As noted above, under Dickstein a  
24 database is searched by a database administration system to see if a file has been  
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1 created in the database for the entity. If no file exists, one is created. Dickstein  
2 makes no mention of how the file is created, however. Moreover, under Dickstein  
3 the types of shares which can be granted to an entity are determined based on the  
4 entity's employment status with the company. Dickstein fails, however, to  
5 indicate how the entity's employment status is determined.

6 Therefore Dickstein omits to disclose "indicating contacts who must be  
7 contacted to obtain distribution instructions for associated participants", as recited  
8 in claim 23. Instead, Dickstein merely describes determining the types of shares  
9 which can be distributed to an entity based on the entity's employment status with  
10 the company.

11 Moreover, since Dickstein fails to disclose or show contacting contacts,  
12 "storing distribution instructions received from contacts in the database system" as  
13 recited in claim 23 makes no sense under Dickstein.

14 Accordingly, since Dickstein does not disclose or show all of the elements  
15 of claim 23, the §102(e) anticipation rejection of claim 23 based on Dickstein is  
16 not supported. Applicant therefore respectfully requests that the §102(e) rejection  
17 of claim 23 be withdrawn.

18 **Dependent claims 24-33** are allowable at the least by virtue of their  
19 dependency on base claim 23, as well as for the additional elements they include.  
20 Applicant respectfully requests that the §102(e) rejection of claims 24-33 be  
21 withdrawn.

1                   **Independent claim 34 recites:**

2                   A system for generating restricted security distribution  
3                   instruction reports suitable for use by a transfer agent, the system  
4                   comprising:  
5                   a database;  
6                   at least one client computer system having access to the  
7                   database;  
8                   a database import module configured to import into the  
9                   database distribution information received from an originating  
10                  entity in electronic form, the distribution information including data  
11                  indicating for respective participants in the distribution a name, an  
12                  identification number, and a number of allocated securities;  
13                  a participant matching module configured to match  
14                  participants identified in the distribution information to participant  
15                  information previously stored in the database;  
16                  a participant contact association module configured to  
17                  associate each participant in the distribution with a contact from  
18                  which instructions regarding the disposition of the securities  
19                  allocated to the participant can be obtained;  
20                  a call queue module configured to indicate contacts who  
21                  must be contacted to obtain distribution instructions for associated  
22                  participants;  
23                  at least one disposition module configured to store  
24                  distribution instructions received from the contacts; and  
25                  a participant instruction report module configured to  
                        generate a report containing received instructions for the  
                        participants, the report suitable for electronic transfer to the transfer  
                        agent.

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19                  For reasons similar to those discussed above, Dickstein fails to disclose the  
20                  system of claim 34.

21                  For example, Dickstein fails to disclose “a participant contact association  
22                  module configured to associate each participant in the distribution with a contact  
23                  from which instructions regarding the disposition of the securities allocated to the  
24                  participant can be obtained” as recited in claim 34.

1 Instead, Dickstein merely describes that the types of shares which can be  
2 granted to an entity are determined based on the entity's employment status with  
3 the company. The specifics of how the entity's employment status is determined  
4 are not disclosed in Dickstein. Nor is any mention made in Dickstein of  
5 contacting contacts to glean any information -- including information useful in the  
6 disposition of shares of stock or other securities to the entity.

7 In rejecting claim 34, the Office relies on paragraph 33 and Figure 2  
8 (elements 201, 202, and 204) of Dickstein as disclosing a participant contact  
9 association module configured to associate each participant in the distribution with  
10 a contact from which instructions regarding the disposition of the securities  
11 allocated to the participant can be obtained. (*Office Action*, Page 8).

12 Applicant respectfully disagrees. As noted above, under Dickstein,  
13 decisions on what kinds of security offerings can be made to an entity depend on a  
14 file for the entity in a database and an employment status of the entity. Dickstein  
15 omits any descriptions as to how such a file is made, and does not give  
16 information as to how the entity's employment status is determined. Thus  
17 Dickstein fails to disclose or show "a participant contact association module  
18 configured to associate each participant in the distribution with a contact from  
19 which instructions regarding the disposition of the securities allocated to the  
20 participant can be obtained" as recited in claim 34.

21 Dickstein also fails to disclose or show "a call queue module configured to  
22 indicate contacts who must be contacted to obtain distribution instructions for  
23 associated participants" and "at least one disposition module configured to store  
24 distribution instructions received from the contacts" as recited in claim 34. In fact,  
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1 Dickstein makes no mention of indicating contacts who must be contacted to  
2 obtain distribution instructions for associated participants. Instead Dickstein  
3 simply recites that files are created for entities when the files do not exist in a  
4 database managed by the database administration, and employment statuses are  
5 determined for the entities in order to determine the types of shares which can be  
6 distributed to the entities.

7 Dickstein gives no description, however, as to how either of these activities  
8 are completed. As such, Dickstein fails to disclose or show either “a call queue  
9 module configured to indicate contacts who must be contacted to obtain  
10 distribution instructions for associated participants” or “at least one disposition  
11 module configured to store distribution instructions received from the contacts” as  
12 recited in claim 34.

13 In rejecting claim 34, the Office relies on paragraph 33 and Figure 2  
14 (elements 201, 202, and 204) of Dickstein as disclosing a call queue module  
15 configured to indicate contacts who must be contacted to obtain distribution  
16 instructions for associated participants. (*Office Action*, Page 8). Similarly, the  
17 Office relies on paragraph 21 and Figure 2 (element 204) of Dickstein as  
18 disclosing “at least one disposition module configured to store distribution  
19 instructions received from the contacts”. (*Office Action*, Page 8).

20 Applicant respectfully disagrees. As noted above, under Dickstein a  
21 database is searched by a database administration system to see if a file has been  
22 created in the database for the entity. If no file exists, one is created. Dickstein  
23 makes no mention of how the file is created, and Dickstein makes no mention of  
24 contacts who must be contacted to obtain distribution instructions for associated  
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1 participants. Instead, Dickstein merely describes determining the types of shares  
2 which can be distributed to an entity based on the entity's employment status with  
3 the company. However, how this employment status is determined is not provided  
4 anywhere by Dickstein. Consequently, Dickstein omits to disclose "a call queue  
5 module configured to indicate contacts who must be contacted to obtain  
6 distribution instructions for associated participants" as recited in claim 34.

7 Moreover, since Dickstein fails to disclose or show contacts who must be  
8 contacted to obtain distribution instructions for associated participants, "at least  
9 one disposition module configured to store distribution instructions received from  
10 the contacts" as recited in claim 34 makes no sense under Dickstein.

11 Accordingly, since Dickstein does not disclose or show all of the elements  
12 of claim 34, the §102(e) anticipation rejection of claim 34 based on Dickstein is  
13 not supported. Applicant therefore respectfully requests that the §102(e) rejection  
14 of claim 34 be withdrawn.

15 **Dependent claims 35-43** are allowable at the least by virtue of their  
16 dependency on base claim 34, as well as for the additional elements they include.  
17 Applicant respectfully requests that the §102(e) rejection of claims 35-43 be  
18 withdrawn.

1                    **CONCLUSION**

2                    The Applicant submits that all of the remaining claims are in condition for  
3 allowance and respectfully requests that a Notice of Allowability be issued. If the  
4 Office's next anticipated action is not the issuance of a Notice of Allowability, the  
5 Applicant respectfully requests that the undersigned attorney be contacted for the  
6 purpose of scheduling an interview.

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9                    Respectfully Submitted,

10                    Dated: July 3, 2007

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